

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007
Ray C. Schrock, P.C.
Garrett A. Fail
Sunny Singh

*Attorneys for Debtors
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re	:
	:
SEARS HOLDINGS CORPORATION, et al.,	:
	:
	:
Debtors.*	:
-----X	

Chapter 11
Case No. 18-23538 (RDD)
(Jointly Administered)

**FORTY-EIGHTH MONTHLY FEE STATEMENT
OF WEIL, GOTSHAL & MANGES LLP
FOR COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES INCURRED AS ATTORNEYS FOR
DEBTORS FOR THE PERIOD FROM SEPTEMBER 1, 2022 THROUGH SEPTEMBER 30, 2022**

* The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is c/o M-III Partners, LP, 1700 Broadway, 19th Floor, New York, NY 10019.

Name of Applicant: Weil, Gotshal & Manges LLP,
Attorneys for Debtors and Debtors in Possession

Date of Retention: November 9, 2018 *nunc pro tunc* to October 15, 2018

Period for Which Fees and Expenses are Incurred: September 1, 2022 through September 30, 2022

Monthly Fees Incurred: \$206,050.50

Less 20% Holdback: \$41,210.10

Monthly Expenses Incurred: \$1,258.73

Total Fees and Expenses Due: \$166,099.13

This is a X Monthly Interim Final Fee Application

**SUMMARY OF MONTHLY FEE STATEMENT OF
WEIL, GOTSHAL & MANGES LLP FOR SERVICES RENDERED
FOR THE PERIOD FROM SEPTEMBER 1, 2022 THROUGH SEPTEMBER 30, 2022**

NAME OF PROFESSIONAL PARTNERS AND COUNSEL:	DEPARTMENT[†]	YEAR ADMITTED	HOURLY RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Goldring, Stuart J.	TAX	1984	\$1,950.00	0.40	\$780.00
Schrock, Ray C.	RES	1998	\$1,950.00	1.00	\$1,950.00
Silbert, Gregory	LIT	2000	\$1,425.00	24.80	\$35,340.00
Fail, Garrett A.	RES	2004	\$1,725.00	22.10	\$38,122.50
Behl-Remijan, Eric D.	TAX	2012	\$1,310.00	5.20	\$6,812.00
Margolis, Steven M. (Counsel)	TAX	1990	\$1,300.00	0.40	\$520.00
Goslin, Thomas D. (Counsel)	CORP	2003	\$1,275.00	0.30	\$382.50
Munz, Naomi (Counsel)	CORP	2006	\$1,275.00	1.00	\$1,275.00
Guthrie, Hayden (Counsel)	CORP	2012	\$1,250.00	1.10	\$1,375.00
Leslie, Harold David (Counsel)	LIT	2013	\$1,250.00	14.10	\$17,625.00
Crozier, Jennifer Brooks (Counsel)	LIT	2015	\$1,250.00	0.80	\$1,000.00
Total Partners and Counsel:				71.20	\$105,182.00

NAME OF PROFESSIONAL ASSOCIATES:	DEPARTMENT	YEAR ADMITTED[‡]	HOURLY RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Hwang, Angeline Joong-Hui	RES	2018	\$1,130.00	34.60	\$40,309.00
Namerow, Derek	CORP	2018	\$1,130.00	28.70	\$33,435.50
Siddiqui, Furqaan M.	RES	2018	\$1,130.00	1.20	\$1,398.00
Aquila, Elaina	LIT	2020	\$980.00	0.40	\$430.00
Lovric, Margaret	RES	*	\$690.00	23.20	\$19,488.00
Total Associates:				88.10	\$95,060.50

[†] RES – Restructuring; CORP – Corporate; LIT - Litigation

[‡] * – Not Yet Admitted

NAME OF PARAPROFESSIONALS	DEPARTMENT	HOURLY RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Stauble, Christopher A.	RES	\$495.00	5.50	\$2,722.50
Amos, Tashica	CORP	\$445.00	1.00	\$445.00
Frayle, Barbara	CORP	\$445.00	1.20	\$534.00
Peene, Travis J.	RES	\$290.00	6.60	\$1,914.00
Mason, Kyle	RES	\$275.00	0.70	\$192.50
Total Paraprofessionals:			15.00	\$5,808.00

PROFESSIONALS TOTALS:	BLENDED RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Partners and Counsel	\$1,477.28	71.20	\$105,182.00
Associates	\$1,079.01	88.10	\$95,060.50
Paraprofessionals	\$387.20	15.00	\$5,808.00
Blended Attorney Rate	\$1,257.02		
Total Fees Incurred:			\$206,050.50

**COMPENSATION BY WORK TASK CODE FOR
SERVICES RENDERED BY WEIL, GOTSHAL & MANGES LLP
FOR THE PERIOD FROM SEPTEMBER 1, 2022 THROUGH SEPTEMBER 30, 2022**

TASK CODE	DESCRIPTION	HOURS	AMOUNT
001	Administrative Expense Claims	39.10	\$37,292.00
004	Automatic Stay	10.00	\$9,407.50
007	Case Administration (Docket Updates, WIP List and Case Calendar)	8.50	\$12,753.00
008	Chapter 11 Plan/ Plan Confirmation	12.90	\$14,544.00
010	Corporate Governance	0.10	\$172.50
018	General Case Strategy	19.70	\$30,303.00
019	Hearings and Court Matters	3.40	\$1,580.50
023	Real Property Leases/ Section 365 Issues/ Cure Amounts	69.30	\$86,615.00
026	Retention/ Fee Application: Ordinary Course Professionals	2.00	\$2,330.00
027	Retention/ Fee Application: Other Professionals	1.80	\$959.50
031	Tax Issues	7.50	\$10,093.50
Total:		174.30	\$206,050.50

**EXPENSE SUMMARY FOR THE
PERIOD FROM SEPTEMBER 1, 2022 THROUGH SEPTEMBER 30, 2022**

EXPENSES	AMOUNTS
Computerized Research	\$309.87
Corporation Service	\$133.15
Duplicating	\$788.80
Mail / Messenger	\$26.91
Total Expenses Requested:	\$1,258.73

Notice Parties

SRZ Liquidating Trust
c/o M-III Partners, LP
130 West 42nd St, 17th Floor
New York, New York 10036
Attn: Mohsin Y. Meghji, CRO

Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, New York 10153
Attn: Ray C. Schrock, P.C.
Garrett A. Fail, Esq.
Sunny Singh, Esq.

The Office of the United States Trustee
for the Southern District of New York
201 Varick Street, Suite 1006
New York, New York 10014
Attn: Paul Schwartzberg, Esq.
Richard Morrissey, Esq.

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
08/01/22	Crozier, Jennifer Melien Brooks REVIEW, REVISE, AND INCORPORATE COMMENTS ON AND SUGGESTED CHANGES INTO DRAFT ORACLE STIPULATION; REVIEW AND RESPOND TO RELATED CORRESPONDENCE.	0.60	750.00	001	65308029
08/02/22	Hwang, Angeline Joong-Hui REVIEW AND RESPOND TO EMAILS FROM P. DIDONATO RE: CLAIM SETTLEMENT.	0.10	113.00	001	65380278
08/03/22	Crozier, Jennifer Melien Brooks REVIEW AND RESPOND TO CORRESPONDENCE RE: DRAFT STIPULATION SETTling ORACLE ADMINISTRATIVE-EXPENSE CLAIM.	0.10	125.00	001	65316856
08/08/22	Lovric, Margaret CALL WITH SEARS CLAIMANTS RE: PAYMENT OF ADMIN EXPENSE CLAIMS (0.2).	0.20	138.00	001	65345572
08/08/22	Siddiqui, Furqaan M. FOLLOW UP ON ORACLE STIPULATION (.2).	0.20	226.00	001	65384399
08/09/22	Crozier, Jennifer Melien Brooks DRAFT AND RESPOND TO CORRESPONDENCE RE: COMMENTS TO ORACLE STIPULATION.	0.20	250.00	001	65363852
08/11/22	DiDonato, Philip ATTENTION TO CORRESPONDENCE RE RETIREE CLAIMS (0.4); REVIEW DRAFT LETTER RE PREPETITION LIEN RELEASE (0.3).	0.70	752.50	001	65377890
08/11/22	Stauble, Christopher A. COORDINATE REVISED PROPOSED ORDER GRANTING DEBTORS' FORTY-SEVENTH OMNIBUS OBJECTION TO PROOFS OF CLAIM (RECLASSIFY OR DISALLOW RETIREE CLAIMS) WITH CHAMBERS.	0.70	346.50	001	65571650
08/12/22	Crozier, Jennifer Melien Brooks REVIEW CORRESPONDENCE FROM V. PEO (COUNSEL FOR ORACLE) RE: SETTLEMENT OF ORACLE ADMINISTRATIVE-EXPENSE CLAIM.	0.30	375.00	001	65388788

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
08/12/22	Hwang, Angeline Joong-Hui REVIEW AND RESPOND TO EMAILS FROM M3 RE: SETTLEMENT OF LANDLORD ADMIN CLAIMS.	0.10	113.00	001	65380318
08/12/22	Lovric, Margaret CALL WITH SEARS CLAIMANT RE: PAYMENT OF ADMIN CLAIM.	0.20	138.00	001	65379557
08/16/22	DiDonato, Philip ATTENTION TO CORRESPONDENCE RE RETIREE CLAIMS.	0.40	430.00	001	65396019
08/16/22	Stauble, Christopher A. COORDINATE REVISED PROPOSED ORDER GRANTING DEBTORS' FORTY-SEVENTH OMNIBUS OBJECTION TO PROOFS OF CLAIM (RECLASSIFY OR DISALLOW RETIREE CLAIMS) WITH CHAMBERS.	1.10	544.50	001	65566822
08/17/22	Stauble, Christopher A. COORDINATE REVISED PROPOSED ORDER GRANTING DEBTORS' FORTY-SEVENTH OMNIBUS OBJECTION TO PROOFS OF CLAIM (RECLASSIFY OR DISALLOW RETIREE CLAIMS) WITH CHAMBERS.	0.20	99.00	001	65568846
08/18/22	Crozier, Jennifer Melien Brooks REVIEW AND RESPOND TO CORRESPONDENCE RE: STIPULATION RESOLVING ORACLE ADMINISTRATIVE CLAIM (.2).	0.20	250.00	001	66123991
08/19/22	Friedmann, Jared R. EMAILS WITH TEAM AND COUNSEL FOR ORACLE RE: STATUS OF ORACLE SETTLEMENT.	0.20	279.00	001	65438804
08/19/22	Crozier, Jennifer Melien Brooks DRAFT CORRESPONDENCE TO COUNSEL FOR ORACLE RE: STIPULATION RESOLVING ADMINISTRATIVE CLAIM.	0.10	125.00	001	65449706
08/24/22	Crozier, Jennifer Melien Brooks REVIEW AND RESPOND TO CORRESPONDENCE RE: STIPULATION RESOLVING ORACLE ADMINISTRATIVE CLAIM.	0.10	125.00	001	65478598

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
08/24/22	DiDonato, Philip CORRESPONDENCE RE RETIREE CLAIMS (0.3); REVIEW DRAFT EXHIBITS FOR POTENTIAL OBJECTIONS TO REMAINING RETIREE CLAIMS (0.9).	1.20	1,290.00	001	65472103
08/25/22	Friedmann, Jared R. EMAILS WITH TEAM AND CLEARY RE: FINAL EDITS TO ORACLE STIPULATION AND GETTING SAME ON FILE.	0.20	279.00	001	65470437
08/25/22	Crozier, Jennifer Melien Brooks REVIEW, REVISE, AND FINALIZE STIPULATION RESOLVING ORACLE ADMINISTRATIVE CLAIM (.2); REVIEW RELATED NOTICE OF PRESENTMENT (.2); MANAGE AND COORDINATE FILING OF NOTICE OF PRESENTMENT AND STIPULATION (.1); REVIEW AND RESPOND TO RELATED CORRESPONDENCE (.1).	0.60	750.00	001	65478560
08/25/22	Aquila, Elaina CORRESPONDENCE RE: STIPULATION FOR ORACLE CLAIM.	0.20	196.00	001	65471993
08/25/22	Siddiqui, Furqaan M. REVIEW EMAIL FROM GATOR OESTE ATTORNEY AND PROVIDE M3 WITH UPDATE ON SAME AND REQUEST FOLLOW UP FROM TRANSFORM.	0.60	678.00	001	65491949
08/25/22	Peene, Travis J. ASSIST WITH PREPARATION OF NOTICE OF PRESENTMENT OF STIPULATION RESOLVING THE ORACLE AMERICA, INC. ADMINISTRATIVE CLAIM.	0.90	261.00	001	65507140
08/26/22	Fail, Garrett CALL WITH W. MURPHY RE ADMINISTRATIVE AND PRIORITY CLAIMS ISSUES. .6 ANALYSIS RE SAME .3.	0.90	1,552.50	001	65472507
08/26/22	DiDonato, Philip ATTENTION TO CORRESPONDENCE WITH M3 RE RETIREE CLAIMS AND OBJECTION TO SAME (0.8); CALL WITH J. LAWLOR RE RETIREE CLAIMS (0.2).	1.00	1,075.00	001	65471675
08/26/22	Lovric, Margaret	0.10	69.00	001	65470419

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
	CALL WITH SEARS CLAIMANT RE: PAYMENT OF ADMIN CLAIM (0.1).				
08/28/22	Fail, Garrett	0.50	862.50	001	65472830
	EMAILS AND ANALYSIS WITH M3 AND WEIL TEAM RE ADDITIONAL OMNIBUS OBJECTIONS.				
08/29/22	Fail, Garrett	1.60	2,760.00	001	65510467
	CALL WITH A. HWANG RE ADDITIONAL CLAIMS OBJECTIONS (.5); CALL WITH K. CASTEEL WITH W. MURPHY AND A. HWANG RE PREFERENCE CLAIM AND PACO CLAIM (.3); CALL WITH W. MURPHY AND A. HWANG RE RETIREE CLAIMS (.2); CALL AND EMAIL TO PACO (.1); REVIEW DRAFT OMNIBUS OBJECTIONS TO 1050 CLAIMS (.5).				
08/29/22	Fail, Garrett	0.20	345.00	001	65510710
	CALLS WITH A. HWANG AND M. KORYCKI RE LIQUIDATING TRUST AGREEMENT COMMENTS. .2.				
08/29/22	Crozier, Jennifer Melien Brooks	0.10	125.00	001	65511429
	REVIEW AND RESPOND TO CORRESPONDENCE RE: ORACLE WIRE-TRANSFER INSTRUCTIONS.				
08/29/22	Hwang, Angeline Joong-Hui	0.90	1,017.00	001	65546192
	DRAFT 48TH OMNIBUS OBJECTION.				
08/29/22	Hwang, Angeline Joong-Hui	0.30	339.00	001	65617610
	PARTICIPATE ON CALL WITH G. FAIL, ASK, AND W. MURPHY RE: PREFERENCE MATTERS.				
08/29/22	Aquila, Elaina	0.10	98.00	001	65487097
	CORRESPONDENCE WITH J.B. CROZIER RE: WIRING INSTRUCTIONS.				
08/30/22	Hwang, Angeline Joong-Hui	0.60	678.00	001	65546161
	REVISE DRAFT OBJECTIONS (.3); COORDINATE WITH T. PEENE RE: FILING OF OMNIBUS OBJECTIONS (.3).				
08/30/22	Peene, Travis J.	0.70	203.00	001	65553286

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
	ASSIST WITH PREPARATION, FILE AND SERVE THE DEBTORS' FORTY-EIGHTH OMNIBUS OBJECTION TO PROOFS OF CLAIM (RECLASSIFY CLAIMS) [ECF NO. 10618] (0.3); ASSIST WITH PREPARATION, FILE AND SERVE THE DEBTORS' FORTY-NINTH OMNIBUS OBJECTION TO PROOFS OF CLAIM (RECLASSIFY CLAIMS) [ECF NO. 10619] (0.2); ASSIST WITH PREPARATION, FILE AND SERVE THE DEBTORS' FIFTIETH OMNIBUS OBJECTION TO PROOFS OF CLAIM (RECLASSIFY CLAIMS) [ECF NO. 10620] (0.2).				
SUBTOTAL TASK 001 - Administrative Expense Claims:		16.40	\$17,757.50		
08/04/22	Crozier, Jennifer Melien Brooks	0.40	500.00	003	65336587
	PREPARE DRAFT SUMMARY OF FOREIGN SUBSIDIARY CASH DISPUTE IN CONNECTION WITH ESL LITIGATION SETTLEMENT.				
08/05/22	Crozier, Jennifer Melien Brooks	0.60	750.00	003	65336549
	REVIEW AND RESPOND TO CORRESPONDENCE RE: SETTLEMENT AGREEMENT TRANSFORM-RELATED EXHIBIT (.2); TELECONFERENCE WITH A. HWANG RE: SUBSTANCE OF EXHIBIT (.2); REVIEW REDLINES TO EXHIBIT (.1); DRAFT CORRESPONDENCE RE: WHETHER NOTICE REQUIRED FOR SETTLEMENT WITH ORACLE WITH RESPECT TO ADMINISTRATIVE-EXPENSE CLAIM (.1).				
08/10/22	Crozier, Jennifer Melien Brooks	0.10	125.00	003	65364243
	REVIEW AND RESPOND TO CORRESPONDENCE FROM COUNSEL FOR TRANSFORM RE: STATUS OF FOREIGN SUBSIDIARY CASH APPEAL IN LIGHT OF SETTLEMENT.				
08/11/22	Crozier, Jennifer Melien Brooks	0.40	500.00	003	65388747
	TELECONFERENCE WITH COUNSEL FOR TRANSFORM RE: ADJOURNMENT OF FOREIGN SUBSIDIARY CASH APPEAL AND STIPULATION RESOLVING ORACLE ADMINISTRATIVE-EXPENSE CLAIM; DRAFT AND RESPOND TO RELATED CORRESPONDENCE RE: ORACLE ADMINISTRATIVE-EXPENSE CLAIM.				
08/18/22	Friedmann, Jared R.	0.20	279.00	003	65424807
	REVIEW DRAFT 42.1 STATEMENT IN CONNECTION WITH SECOND CIRCUIT APPEAL OF FOREIGN SUBSIDIARY CASH DECISION AND EMAILS WITH J.CROZIER RE: SAME.				
08/18/22	Crozier, Jennifer Melien Brooks	0.30	375.00	003	65449694

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
	REVIEW AND PROVIDE COMMENTS TO DRAFT STIPULATION WITHDRAWING (WITHOUT PREJUDICE) TRANSFORM'S APPEAL OF DISTRICT COURT ORDER GRANTING BANKRUPTCY COURT ORDER GRANTING DEBTORS' THIRD MOTION TO ENFORCE (FOREIGN SUBSIDIARY CASH) AND DRAFT RELATED CORRESPONDENCE (.3).				
08/18/22	DiDonato, Philip REVIEW APA SCHEDULES RE BRIGHTON COLORADO PROPERTY.	0.30	322.50	003	65432821
08/23/22	Friedmann, Jared R. EMAILS WITH TEAM RE: CLERK'S REQUEST TO SUBMIT SEPARATE 42.1 STATEMENT IN CONNECTION WITH 2D CIRCUIT APPEAL OF FOREIGN CASH ISSUE (0.1); REVIEW PROPOSED FILING (0.1).	0.20	279.00	003	65470444
08/23/22	Crozier, Jennifer Melien Brooks REVIEW AND RESPOND TO CORRESPONDENCE RE: TRANSFORM APPEAL OF FOREIGN SUBSIDIARY CASH ORDER (.1); TELECONFERENCE WITH SECOND CIRCUIT COURT CLERK RE: STIPULATION WITHDRAWING APPEAL (.1).	0.20	250.00	003	65478838
08/23/22	DiDonato, Philip REVIEW APA SCHEDULES RE TREATMENT OF CERTAIN CHICAGO PROPERTIES.	0.30	322.50	003	65450903
08/23/22	Aquila, Elaina FILE 42.1 STIPULATION FOR TRANSFORM THIRD MOTION TO ENFORCE APPEAL, AND RELATED CORRESPONDENCE.	1.00	980.00	003	65451769
08/30/22	Crozier, Jennifer Melien Brooks DRAFT AND RESPOND TO CORRESPONDENCE RE: WORD VERSION OF ORACLE STIPULATION TO BE TRANSMITTED TO CHAMBERS.	0.10	125.00	003	65511850
SUBTOTAL TASK 003 - Asset Disposition/363 Asset /De Minimis Asset/Liquidation Sales:		4.10	\$4,808.00		
08/01/22	DiDonato, Philip CORRESPONDENCE WITH AUTO STAY MOVANTS.	0.20	215.00	004	65283782

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
08/02/22	DiDonato, Philip CORRESPONDENCE WITH AUTO STAY MOVANTS.	0.20	215.00	004	65304610
08/03/22	DiDonato, Philip CORRESPONDENCE WITH AUTO STAY MOVANTS.	0.30	322.50	004	65312774
08/05/22	DiDonato, Philip CORRESPONDENCE WITH AUTO STAY MOVANTS.	0.20	215.00	004	65334541
08/08/22	DiDonato, Philip CORRESPONDENCE WITH AUTO STAY MOVANTS.	0.20	215.00	004	65378114
08/09/22	DiDonato, Philip CORRESPONDENCE WITH PREPETITION CLAIMANTS RE AUTOMATIC STAY.	0.30	322.50	004	65377726
08/12/22	DiDonato, Philip CORRESPONDENCE WITH AUTO STAY MOVANTS.	0.30	322.50	004	65377610
08/15/22	DiDonato, Philip CORRESPONDENCE WITH AUTO STAY MOVANTS.	0.30	322.50	004	65390544
08/16/22	DiDonato, Philip CORRESPONDENCE WITH AUTO STAY MOVANTS.	0.20	215.00	004	65396071
08/17/22	DiDonato, Philip CORRESPONDENCE WITH AUTO STAY MOVANTS.	0.40	430.00	004	65432585
08/19/22	DiDonato, Philip ATTENTION TO CORRESPONDENCE RE KINGDOM SEEKERS CLAIM.	0.70	752.50	004	65431934
08/19/22	Peene, Travis J.	0.80	232.00	004	65434820

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
	ASSIST WITH PREPARATION OF MATERIALS RE: KINGDOM SEEKERS PLEADINGS AND CLAIMS FOR P. DIDONATO.				
08/19/22	Okada, Tyler RESEARCH PLEADINGS RELATED TO KINGDOM SEEKERS FOR P. DIDONATO.	0.80	220.00	004	65444643
08/19/22	Mason, Kyle ASSIST WITH PREPARATION OF MATERIALS RE: KINGDOM SEEKERS.	0.40	110.00	004	65447760
08/22/22	DiDonato, Philip CORRESPONDENCE WITH AUTO STAY MOVANTS.	0.30	322.50	004	65442525
08/24/22	DiDonato, Philip CORRESPONDENCE WITH AUTO STAY MOVANTS.	0.40	430.00	004	65471936
SUBTOTAL TASK 004 - Automatic Stay:		6.00	\$4,862.00		
08/02/22	Stauble, Christopher A. CONDUCT RESEARCH FOR G. FAIL RE: CURRENT MASTER SERVICE LIST RECIPIENTS.	0.40	198.00	007	65382488
08/02/22	Okada, Tyler REVIEW RECENT PLEADINGS; PREPARE AND DISTRIBUTE DOCKET UPDATE.	0.20	55.00	007	65343203
08/05/22	Mason, Kyle REVIEW RECENT PLEADINGS; PREPARE AND DISTRIBUTE DOCKET UPDATE TO TEAM.	0.20	55.00	007	65396253
08/08/22	Siddiqui, Furqaan M. DISCUSSION WITH M. SANTOS (GUC) CLAIMANT ON EMAILS AND STATUS OF HER GUC CLAIM (.4); CIRCULATE EMAIL CONFIRMATION RE: CLASSIFICATION OF HER CLAIM AS GUC (.2).	0.60	678.00	007	66124008
08/09/22	Mason, Kyle	0.20	55.00	007	65447755

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
	REVIEW RECENT PLEADINGS; PREPARE AND DISTRIBUTE DOCKET UPDATE TO TEAM.				
08/11/22	Hwang, Angeline Joong-Hui	0.20	226.00	007	65380461
	REVIEW DRAFT AGENDA AND PROVIDE COMMENTS TO T. PEENE.				
08/11/22	Mason, Kyle	0.30	82.50	007	65447717
	REVIEW RECENT PLEADINGS; PREPARE AND DISTRIBUTE DOCKET UPDATE TO TEAM.				
08/16/22	Mason, Kyle	0.20	55.00	007	65447725
	REVIEW RECENT PLEADINGS; PREPARE AND DISTRIBUTE DOCKET UPDATE TO TEAM.				
08/18/22	Mason, Kyle	0.20	55.00	007	65447699
	COORDINATE WITH KROLL RE: THE UPDATED EXHIBIT IN ORDER GRANTING THE 47TH OMNIBUS OBJECTION TO PROOFS OF CLAIM.				
08/18/22	Mason, Kyle	0.10	27.50	007	65447763
	REVIEW RECENT PLEADINGS; PREPARE AND DISTRIBUTE DOCKET UPDATE TO TEAM.				
08/19/22	Fail, Garrett	1.50	2,587.50	007	65439733
	EMAILS WITH PARTIES IN INTEREST INCLUDING CHAMBERS, AKIN, WILMER HALE, QUINN, KINGDOM SEEKERS RE WIP. (.5); CALLS WITH SCHROCK, CHAPMAN RE CASE RESOLUTION ISSUES AND DILIGENCE RE SAME (1.0).				
08/23/22	Mason, Kyle	0.10	27.50	007	65478287
	REVIEW RECENT PLEADINGS; PREPARE AND DISTRIBUTE DOCKET UPDATE TO TEAM.				
08/25/22	Hwang, Angeline Joong-Hui	0.10	113.00	007	65546189
	REVIEW DRAFT AGENDA AND PROVIDE COMMENTS TO T. PEENE.				
08/25/22	Mason, Kyle	0.10	27.50	007	65478367
	REVIEW RECENT PLEADINGS; PREPARE AND DISTRIBUTE DOCKET UPDATE TO TEAM.				

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
08/30/22	Mason, Kyle REVIEW RECENT PLEADINGS; PREPARE AND DISTRIBUTE DOCKET UPDATE TO TEAM.	0.20	55.00	007	65510673
SUBTOTAL TASK 007 - Case Administration (Docket Updates, WIP List and Case Calendar):		4.60	\$4,297.50		
08/09/22	Peene, Travis J. ASSIST WITH PREPARATION, AND FILE THE DECLARATION OF BRIAN J. GRIFFITH IN SUPPORT OF THE JOINT MOTION OF DEBTORS AND OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR ENTRY OF AN ORDER APPROVING SETTLEMENT AGREEMENTS, GRANTING CERTAIN RELATED RELIEF, AND AUTHORIZING CERTAIN NON-MATERIAL PLAN MODIFICATIONS IN FURTHERANCE OF THE EFFECTIVE DATE OF THE PLAN [ECF NO. 10568] (0.6); ASSIST WITH PREPARATION, AND FILE THE DECLARATION OF BRIAN J. GRIFFITH IN SUPPORT OF THE JOINT MOTION OF DEBTORS AND OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR ENTRY OF AN ORDER APPROVING SETTLEMENT AGREEMENTS, GRANTING CERTAIN RELATED RELIEF, AND AUTHORIZING CERTAIN NON-MATERIAL PLAN MODIFICATIONS IN FURTHERANCE OF THE EFFECTIVE DATE OF THE PLAN [ADV. PROCEEDING NO. 281] (0.3).	0.90	261.00	008	65378403
08/10/22	Hwang, Angeline Joong-Hui REVIEW CONFIRMATION ORDER IN CONNECTION WITH SETTLEMENT AND EFFECTIVE DATE.	0.10	113.00	008	65380154
08/10/22	Hwang, Angeline Joong-Hui DISCUSS WITH G. FAIL RE: EFFECTIVE DATE PREP.	0.10	113.00	008	65380258
08/11/22	Silbert, Gregory REVIEW CORRESPONDENCE TO COURT OF APPEALS FROM CYRUS RE 507(B) APPEAL (.1).	0.10	142.50	008	65370967
08/11/22	Hwang, Angeline Joong-Hui REVIEW CONFIRMATION ORDER AND PLAN.	0.90	1,017.00	008	65380394
08/12/22	Hwang, Angeline Joong-Hui REVIEW PLAN AND CONFIRMATION ORDER AND DRAFT EMAIL TO G. FAIL RE: PROVISIONS RELATED TO EFFECTIVE DATE.	0.40	452.00	008	65380405

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
08/15/22	Hwang, Angeline Joong-Hui CIRCULATE DRAFT SUMMARY OF PLAN EFFECTIVE DATE PROVISIONS TO G. FAIL (.2); REVIEW AND RESPOND TO EMAIL FROM G. FAIL RE: RELATOR CLAIM (.1).	0.30	339.00	008	65546144
08/17/22	Hwang, Angeline Joong-Hui REVIEW TAX'S COMMENTS TO LIQUIDATING TRUST AGREEMENT.	0.10	113.00	008	65546194
08/24/22	Silbert, Gregory CALL WITH PBGC RE POTENTIAL SETTLEMENT (.9); PREPARE FOR SAME (.2).	1.10	1,567.50	008	65459634
08/24/22	Fail, Garrett CALL WITH PBGC AND PBGC COUNSEL RE 2ND CIRCUIT APPEAL.	1.00	1,725.00	008	65616111
08/26/22	Guthrie, Hayden REVIEW TRUST ARRANGEMENTS; REVIEW CORRESPONDENCE.	0.50	625.00	008	65467107
08/26/22	Hwang, Angeline Joong-Hui REVIEW AND RESOND TO EMAILS RE: LIQUIDATING TRUST AGREEMENT (.2); REVIEW AND RESPOND TO EMAILS RE: BRIXMOR CLAIM SETTLEMENT (.2).	0.40	452.00	008	65546167
08/27/22	Fail, Garrett REVIEW AND REVISE LIQUIDATING TRUST AGREEMENT. (1.0); REVIEW AND REVISE 9019 DRAFT ORDER (.3).	1.30	2,242.50	008	65472580
08/27/22	Hwang, Angeline Joong-Hui INCORPORATE COMMENTS FROM G. FAIL TO LIQUIDATING TRUST AGREEMENT AND CIRCULATE TO WEIL/AKIN/M3 FOR REVIEW.	1.00	1,130.00	008	65546166
08/28/22	Fail, Garrett EMAILS AND ANALYSIS RE EFFECTIVE DATE ISSUES (.5); CALL WITH DIZINGOFF AND S. BRAUNER AND R. SCHROCK RE HEARING PREP (.6).	1.10	1,897.50	008	65472792

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
08/28/22	Hwang, Angeline Joong-Hui REVIEW AKIN'S COMMENTS TO LIQUIDATING TRUST AGREEMENT.	0.10	113.00	008	65546151
08/29/22	Hwang, Angeline Joong-Hui REVISE LIQUIDATING TRUST AGREEMENT (1); DRAFT NOTICE OF PLAN SUPPLEMENT (.3); CIRCULATE LTA AND REDLINES TO VARIOUS PARTIES (.2); REVIEW AND RESPOND TO EMAILS RE: 9019 ORDER (.3); REVIEW AND RESPOND TO EMAILS RE: LTA (.3).	2.10	2,373.00	008	65546184
08/30/22	Silbert, Gregory EMAILS WITH TEAM RE 9019 SETTLEMENT (.2).	0.20	285.00	008	65505114
08/30/22	Guthrie, Hayden REVIEW CLOSING REQUIREMENTS; REVIEW CHECKLISTS.	0.60	750.00	008	65497750
08/30/22	Hwang, Angeline Joong-Hui REVIEW AND RESPOND TO EMAILS RE: LTA (.5); COORDINATE WITH T. PEENE RE: FILING OF LTA (.5); REVIEW AND RESPOND TO EMAILS RE: REVISED 9019 ORDER (.9).	1.90	2,147.00	008	65546178
08/30/22	Peene, Travis J. ASSIST WITH PREPARATION, FILE AND SERVE THE NOTICE OF FILING OF REVISED PLAN SUPPLEMENT IN CONNECTION WITH MODIFIED SECOND AMENDED JOINT CHAPTER 11 PLAN OF SEARS HOLDINGS CORPORATION AND ITS AFFILIATED DEBTORS [ECF NO. 10613].	0.90	261.00	008	65553315
08/31/22	Silbert, Gregory REVIEW 507(B) APPEAL 28(J) LETTER (.1).	0.10	142.50	008	65512053
08/31/22	Munz, Naomi EMAILS RE: LIQUIDATING TRUST.	0.50	637.50	008	65523258
08/31/22	Guthrie, Hayden REVIEW CONFIRMATION WORK STREAMS.	1.20	1,500.00	008	65509630

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
SUBTOTAL TASK 008 - Chapter 11 Plan/Plan Confirmation:		16.90	\$20,399.00		
08/03/22	Fail, Garrett CALL WITH RESTRUCTURING COMMITTEE RE UPDATES.	0.30	517.50	010	65335300
08/03/22	DiDonato, Philip ATTEND RESTRUCTURING COMMITTEE CALL.	0.40	430.00	010	65312801
08/24/22	Fail, Garrett PARTICIPATION ON BOARD CALL.	0.40	690.00	010	65472630
08/29/22	Fail, Garrett CALL WITH RESTRUCTURING COMMITTEE RE UPDATES.	0.20	345.00	010	65510507
SUBTOTAL TASK 010 - Corporate Governance:		1.30	\$1,982.50		
08/19/22	Margolis, Steven M. REVIEW ISSUES ON WASHINGTON STATE REIMBURSEMENT AND TREATMENT OF EXCESS ASSETS AND REVIEW PURCHASE AGREEMENT ON SAME (0.5); CORRESPONDENCE WITH M. KORYCKI ON SAME (0.2).	0.70	910.00	015	65436877
SUBTOTAL TASK 015 - Employee Issues (including Pension and CBA):		0.70	\$910.00		
08/01/22	Fail, Garrett CALL WITH WILMER HALE RE TRANSFORM. (.4); CALL WITH W. MURPHY RE TRANSFORM, BCBS, JOHNSON CONTROLS. (.4); EMAILS WITH MEDIATION PARTIES AND ANALYSIS RE OPEN ISSUES AND DRAFTS (1.5).	2.30	3,967.50	018	65335124
08/01/22	Hwang, Angeline Joong-Hui REVIEW EMAILS RE: SETTLEMENT AGREEMENT.	0.10	113.00	018	65380429
08/02/22	Fail, Garrett	6.10	10,522.50	018	65334942

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
	CONFIRM SERITAGE SETTLEMENT WITH AKIN AND SERITAGE AND EMAILS WITH M3 RE SAME. (.7); REVIEW AND RESPOND TO OTHER EMAILS WITH M3 AND TEAM AND MEDIATION PARTIES RE SETTLEMENT AND OPEN ISSUES. (.4); CALL WITH W. MURPHY AND B. GRIFFITH RE SETTLEMENT ISSUES. (.4); CALL WITH W. MURPHY RE SAME. (.2); REVISE AKIN DRAFT 9019 MOTION FOR SETTLEMENT AGREEMENT. (2.4); CONFER WITH R. SCHROCK RE CASE SETTLEMENT ISSUES. (2).				
08/02/22	Schrock, Ray C. ATTEND SETTLEMENT DISCUSSIONS WITH STAKEHOLDERS.	1.10	2,145.00	018	65339182
08/02/22	DiDonato, Philip REVIEW AND SUMMARIZE TERMS OF LIQUIDATING TRUST AGREEMENT RE 9019 SETTLEMENT.	1.70	1,827.50	018	65304713
08/03/22	Silbert, Gregory REVIEW DRAFT ESL SETTLEMENT (.2); EMAILS WITH TEAM RE SAME (.2).	0.40	570.00	018	65319526
08/03/22	Fail, Garrett EMAILS WITH S. BRAUNER RE OPEN ISSUES AND 9019.	0.20	345.00	018	65335217
08/03/22	Fail, Garrett ATTENTION TO PLAN/WIND-DOWN/EFFECTIVE DATE ISSUES.	1.00	1,725.00	018	65603107
08/03/22	Schrock, Ray C. ATTEND CALLS RE POTENTIAL SETTLEMENT WITH STAKEHOLDERS AND G. FAIL.	1.00	1,950.00	018	65339088
08/03/22	Hwang, Angeline Joong-Hui EMAIL LITIGATORS RE: SETTLEMENT LANGUAGE RE: 507(B) APPEAL (.2); EMAIL J. CROZIER RE: DESCRIPTION OF THE FOREIGN CASH DISPUTE APPEAL (.2).	0.40	452.00	018	65380195
08/03/22	Hwang, Angeline Joong-Hui REVISE 9019 MOTION AND CIRCULATE TO G. FAIL FOR REVIEW.	1.60	1,808.00	018	65602054
08/04/22	Fail, Garrett	2.50	4,312.50	018	65334974

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
	CALL WITH PREFERENCE FIRMS AND W. MURPHY RE SERITAGE SETTLEMENT (.5); REVIEW MARK-UPS OF SETTLEMENT AGREEMENT FROM AKIN AND WILMER HALE AND PREPARE FOR NEGOTIATIONS RE SAME (2).				
08/04/22	Fail, Garrett EMAILS WITH WEIL, M3, AKIN TEAMS RE OPEN ISSUES.	1.00	1,725.00	018	65335369
08/04/22	Schrock, Ray C. CALLS RELATED TO SETTLEMENT WITH STAKEHOLDERS.	1.90	3,705.00	018	65338895
08/04/22	Margolis, Steven M. REVIEW ISSUES FROM M. KORYCKI ON PENSION REFUND AND CORRESPONDENCE ON SAME (0.5).	0.50	650.00	018	65324164
08/05/22	Friedmann, Jared R. EMAILS AND CALLS WITH J. CROZIER RE: TREATMENT OF ORACLE CLAIM AND FOREIGN SUBSIDIARY CASH ISSUES IN GLOBAL SETTLEMENT AGREEMENT.	0.20	279.00	018	65328114
08/05/22	Fail, Garrett ATTEND MEDIATION SESSION AND FOLLOW UP WITH J. PECK.	2.00	3,450.00	018	65335205
08/05/22	Fail, Garrett EMAILS WITH WEIL TEAM RE SETTLEMENT AGREEMENT AND RELATED 9019 (.5); CALL WITH S. BRAUNER RE SAME (.5); CALL WITH W. MURPHY RE 9019 MOTION AND UPDATE TO THE COURT RE WATERFALL AND CLAIMS. (.5); CALL WITH AKIN TEAM RE 9019 DRAFT AND COMMENTS (.8); CONFER WITH A. HWANG RE SAME (.2); CALL WITH PAUL WEISS RE COMMENTS RE SAME (.2); CALL WITH S. BRAUNER RE SETTLEMENT ORDER AND CYRUS. (.6).	3.30	5,692.50	018	65335304
08/05/22	Hwang, Angeline Joong-Hui PARTICIPATE ON ALL HANDS ADVISORS CALL RE: SETTLEMENT AGREEMENT (2); PARTICIPATE ON WEIL/AKIN CALL RE: 9019 MOTION (1); DISCUSS WITH G. FAIL RE: SETTLEMENT DOCUMENTS (.4); REVIEW AND RESPOND TO EMAILS FROM G. FAIL RE: SETTLEMENT (.3); RESEARCH CASE LAW RE: 363(M) AND 9019 (.3); REVIEW BACKGROUND DOCUMENTS AND DRAFT MURPHY DECLARATION IN SUPPORT OF SETTLEMENT (1.7).	5.70	6,441.00	018	65379547

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
08/06/22	Fail, Garrett REVIEW AND COMMENT ON DRAFTS 9019 AND SETTLEMENT AGREEMENT (.8); EMAILS RE ADDITIONAL COMMENTS AND ISSUES RE SAME (.8); DRAFT UPDATED WATERFALL AND ANALYSIS RE SAME. (1.5); CALL WITH M. KORYCKI RE DISTRIBUTION ISSUES AND W. MURPHY (PARTIAL) (.5); CONFER WITH R. SCHROCK RE 9019 ISSUES (.4); EMAIL TO AKIN RE CYRUS ISSUES (.5); CALL WITH S. BRAUNER RE PBGC AND WILMINGTON ISSUES (.2).	4.70	8,107.50	018	65336098
08/06/22	Hwang, Angeline Joong-Hui DRAFT MURPHY DECLARATION AND CIRCULATE TO G. FAIL FOR REVIEW.	1.10	1,243.00	018	65380464
08/07/22	Fail, Garrett EMAIL M3 RE WATERFALL ANALYSIS. (.3); EMAIL TO S. BRAUNER RE WILMINGTON AND PBGC. (.2); CALL WITH W. MURPHY RE WATERFALL ANALYSIS (.6); REVISE SAME (.2); CALLS WITH W. MURPHY AND S. BRAUNER AND EMAILS RE WATERFALL ANALYSIS (1.6).	2.90	5,002.50	018	65336614
08/07/22	Schrock, Ray C. ATTEND CALL WITH HARNER RE SETTLEMENT ISSUES.	1.00	1,950.00	018	65338731
08/08/22	Fail, Garrett EMAILS RE 9019 AND SETTLEMENT (.7); CALL WITH S. BRAUNER RE SAME (.3); CALL WITH A. HWANG (1.3); EMAILS WITH PARTIES INCLUDING AKIN, M3, WEIL, SERITAGE AND DEFENDANTS RE SETTLEMENT (.5); CALL WITH E. FOX AND EMAIL WITH TEAM RE WILMINGTON (.5); REVIEW AND REVISE MULTIPLE PARTIES' DRAFTS OF 9019 AND SETTLEMENT AND EXHIBITS THERETO. (2.5); CALL AND EMAIL WITH E. MORIBITO RE SETTLEMENT RELATED ISSUES. (1.0); CALLS WITH WEIL TAX, GRIFFITH AND MURPHY, S. BRAUNER, AND QUINN, THEN CARR AND TRANSIER RE FINAL OPEN ISSUES (2.5); CONFER WITH A. HWANG AND REVISE SETTLEMENT AGREEMENT, 9019 AND RELATED ORDER WITH COMMENTS FROM AND NEGOTIATIONS WITH AKIN, QUINN, WILMER, SEYFARTH (2.6); REVISE DRAFT W. MURPHY DECLARATION (1.0).	12.90	22,252.50	018	65374950
08/08/22	Hwang, Angeline Joong-Hui REVIEW AND RESPOND TO EMAILS FROM G. FAIL RE: SETTLEMENT (.5); REVISE 9019 MOTION AND CIRCULATE TO G. FAIL FOR REVIEW (1.5); REVIEW AND RESPOND TO EMAILS FROM AKIN RE: 9019 MOTION (.3).	2.30	2,599.00	018	65380235

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
08/08/22	Hwang, Angeline Joong-Hui PARTICIPATE ON CALLS WITH G. FAIL RE: SETTLEMENT DOCUMENTS (4); PARTICIPATE ON CALLS WITH B. GRIFFITH, W. MURPHY, AND S. GOLDRING (1).	5.00	5,650.00	018	65380300
08/09/22	Fail, Garrett MULTIPLE CONTEMPORANEOUS EMAILS AND CALLS WITH MEDIATION PARTIES AND CLIENT RE SETTLEMENT DRAFT AND NEGOTIATIONS (1.7); CALL WITH MEDIATION PARTIES RE FINAL DRAFTS. (.5); ADDITIONAL CALLS AND EMAILS AND NEGOTIATIONS ON LANGUAGE FOR 9019 (1.5); CONFER WITH W. MURPHY AND B. GRIFFITH RE FILING (.3); EMAILS WITH SETTLEMENT PARTIES RE FILING (.8).	4.80	8,280.00	018	65374959
08/09/22	Schrock, Ray C. REVIEW SETTLEMENT AGREEMENT.	1.00	1,950.00	018	65383110
08/09/22	Hwang, Angeline Joong-Hui REVIEW AND RESPOND TO EMAILS RE: SETTLEMENT DOCUMENTS (.5); REVIEW DECLARATION AND CIRCULATE TO PARTIES (.5); COORDINATE WITH PARALEGALS RE: FILING OF 9019 DECLARATION (1); DISCUSS WITH G. FAIL RE: SETTLEMENT DOCUMENTS (.5); DISCUSS WITH S. BRAUNER RE: SETTLEMENT DOCUMENTS (.1); REVIEW AND RESPOND TO EMAILS RE: SETTLEMENT DOCUMENTS (.3); PARTICIPATE ON ALL HANDS ADVISORS CALL RE: SETTLEMENT AGREEMENT (0.6).	3.50	3,955.00	018	65380167
08/10/22	Fail, Garrett ADDRESS OPEN ITEMS INCLUDING JOHNSON CONTROLS (.5); AND CONFER WITH W. MURPHY RE SAME AND DISTRIBUTION ISSUES. (.7); ATTENTION TO SAME. (1.5); EMAIL WITH CREDITOR RE 9019 EVIDENCE (.2).	2.90	5,002.50	018	65374943
08/10/22	Hwang, Angeline Joong-Hui REVIEW AND RESPOND TO EMAILS RE: DTC SERVICE OF 9019 PLEADINGS.	0.30	339.00	018	65380203
08/11/22	Fail, Garrett EMAILS WITH WEIL AND M3 TEAMS AND PARTIES IN INTEREST RE SETTLEMENT AND OPEN ISSUES PRE-CLOSING.	0.50	862.50	018	65374944
08/11/22	Fail, Garrett	1.00	1,725.00	018	65603052

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
	ATTENTION TO PLAN/WIND-DOWN/EFFECTIVE DATE ISSUES.				
08/12/22	Fail, Garrett SETTLEMENT CALL WITH USA AND RELATOR COUNSEL (.9); CONFER WITH W. MURPHY RE SAME AND OTHER DISTRIBUTION AND SETTLEMENT ISSUES (.3).	1.20	2,070.00	018	65374961
08/15/22	Fail, Garrett CALL WITH USA RE RELATOR (.2); ANALYSIS RE 408 PROPOSAL RE SAME (.8).	1.00	1,725.00	018	65439738
08/15/22	Fail, Garrett ATTENTION TO PLAN/WIND-DOWN/EFFECTIVE DATE ISSUES.	1.00	1,725.00	018	65603098
08/16/22	Fail, Garrett EMAILS WITH PARTIES IN INTEREST RE EFFECTIVE DATE PLANNING AND ISSUES.	1.00	1,725.00	018	65439785
08/16/22	Hwang, Angeline Joong-Hui DISCUSS WITH G. FAIL RE: WORKSTREAMS.	0.20	226.00	018	65546140
08/16/22	Hwang, Angeline Joong-Hui REVIEW RIO PIEDRAS APPRAISAL AND CIRCULATE SUMMARY TO G. FAIL.	0.10	113.00	018	65546182
08/16/22	Aquila, Elaina REVIEW ESL SETTLEMENT AGREEMENT TO DETERMINE THE IMPACT, IF ANY, ON DEBTORS' OTHER CLAIMS.	1.00	980.00	018	65397922
08/17/22	Fail, Garrett CONFERS WITH R. SCHROCK AND CHAPMAN RE MEDIATION ISSUES (.5); CALLS WITH M. KORYCKI AND CONTEMPORANEOUS EMAILS WITH M3 AND CHAPMAN RE SAME (.5).	1.00	1,725.00	018	65439727
08/17/22	Fail, Garrett ATTENTION TO PLAN/WIND-DOWN/EFFECTIVE DATE ISSUES.	1.00	1,725.00	018	65603097

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
08/17/22	Schrock, Ray C. ATTEND CALLS WITH MEDIATORS RE SETTLEMENT ISSUES.	1.00	1,950.00	018	65438723
08/17/22	Aquila, Elaina DRAFT EMAIL SUMMARY TO J.B. CROZIER RE: ESL SETTLEMENT AGREEMENT AND VORNADO.	0.30	294.00	018	65400132
08/18/22	Fail, Garrett CALL WITH PBGC COUNSEL AND AKIN RE CYRUS AND EFFECTIVE DATE.	1.00	1,725.00	018	65439816
08/18/22	Fail, Garrett ATTENTION TO PLAN/WIND-DOWN/EFFECTIVE DATE ISSUES.	1.00	1,725.00	018	65603058
08/18/22	Schrock, Ray C. ATTEND DISCUSSIONS RELATED TO SETTLEMENT WITH MEDIATOR.	1.00	1,950.00	018	65438477
08/19/22	Fail, Garrett REVIEW FTI/AKIN DECK AND RESPOND TO INQUIRIES FROM M3 RE SAME (.4); CALL WITH M3 TEAM RE SAME (.6); MULTIPLE EMAILS WITH PARTIES INCLUDING PBGC COUNSEL, AKIN, M3, MORIBITO RE OPEN ISSUES (.5); CALLS WITH SCHROCK AND T. ARNOLD RE SETTLEMENT ISSUES. (1.5).	3.00	5,175.00	018	65439876
08/19/22	Schrock, Ray C. ATTEND DISCUSSIONS WITH MEDIATOR.	0.80	1,560.00	018	65438475
08/20/22	Fail, Garrett CALLS AND EMAILS WITH R. SCHROCK RE SETTLEMENT AND EFFECTIVE DATE ISSUES.	0.50	862.50	018	65439874
08/20/22	Schrock, Ray C. COMMUNICATIONS WITH HARNER RE SETTLEMENT ISSUES.	1.20	2,340.00	018	65438452
08/21/22	Fail, Garrett EMAILS WITH R. SCHROCK AND AKIN RE EFFECTIVE DATE ISSUES.	0.50	862.50	018	65439759

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
08/21/22	Schrock, Ray C. COMMUNICATE WITH G. FAIL RE SETTLEMENT ISSUES.	0.50	975.00	018	65438563
08/22/22	Fail, Garrett REVIEW AND RESPOND TO EMAILS WITH PARTIES IN INTEREST AND WEIL TEAM RE OPEN ISSUES (1.0); CALLS AND CONTEMPORANEOUS EMAILS WITH SCHROCK, M3, BALLARD RE GLOBAL CASE RESOLUTION (1.5); CALLS WITH PBGC COUNSEL AND EMAILS RE SAME (.5); CALLS AND EMAILS INCLUDING WITH QUINN RE CYRUS AND PBGC (.5); CALLS WITH SCHROCK AND PBGC COUNSEL (.5).	4.00	6,900.00	018	65472468
08/22/22	Fail, Garrett ATTENTION TO PLAN/WIND-DOWN/EFFECTIVE DATE ISSUES.	1.00	1,725.00	018	65603399
08/23/22	Fail, Garrett EMAILS AND CALLS WITH BALLARD, AKIN, QUINN, WEIL TEAM RE OPEN SETTLEMENT/EFFECTIVE DATE ISSUES. 1.5 CALLS WITH A&M (STOGSDILL) AND FTI (SIMMS) RE SAME .4 CALL WITH DELOITTE. .1 EMAILS WITH PARTIES IN INTEREST. .1 REVIEW RECENTLY FILED DOCKET ENTRIES. .3.	2.40	4,140.00	018	65472787
08/23/22	Fail, Garrett ATTENTION TO PLAN/WIND-DOWN/EFFECTIVE DATE ISSUES.	1.00	1,725.00	018	65603317
08/23/22	Schrock, Ray C. CALLS WITH PARTIES RELATED TO GLOBAL SETTLEMENT.	3.00	5,850.00	018	65478154
08/23/22	Hwang, Angeline Joong-Hui REVIEW AND RESPOND TO EMAILS RE: BRIXMOR CLAIMS AND SETTLEMENT AGREEMENT.	0.40	452.00	018	65546159
08/24/22	Fail, Garrett	4.10	7,072.50	018	65472817

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
	CALL WITH PBGC COUNSEL (.2); CALLS WITH R. SCHROCK AND BRAUNER RE 9019, SETTLEMENT EFFECTIVE DATE AND ANCILLARY ISSUES (.8); CALL WITH W. MURPHY RE HEARING PREP, WATERFALL ANALYSIS AND CLAIMS UPDATES (.7); ANALYSIS RE SAME (.3); CONFER WITH R. SCHROCK AND ANALYSIS RE GLOBAL SETTLEMENT ISSUES (.5); MULTIPLE EMAILS RE GLOBAL SETTLEMENT TERMS WITH ESTATE AND OTHER PROFESSIONALS (1.0); CALL WITH TRANSFORM AND J. COREY RE BCBS LITIGATION WITH W. MURPHY. (.5); CALL WITH A. REESE RE SETTLEMENT UPDATES (.1).				
08/24/22	Schrock, Ray C. CALLS WITH PARTIES RELATED TO GLOBAL SETTLEMENT.	2.50	4,875.00	018	65477997
08/25/22	Fail, Garrett EMAILS AND ANALYSIS RE GLOBAL SETTLEMENT WITH PARTIES IN INTEREST. .7 CONFER WITH A. HWANG AND CONTEMPORANEOUS ANALYSIS AND REVISIONS TO 9019 ORDER, LIQUIDATING TRUST AGREEMENT. 1.3.	2.00	3,450.00	018	65472576
08/25/22	Fail, Garrett ATTENTION TO PLAN/WIND-DOWN/EFFECTIVE DATE ISSUES.	1.00	1,725.00	018	65603264
08/25/22	Schrock, Ray C. CALLS WITH PARTIES RELATED TO GLOBAL SETTLEMENT.	3.20	6,240.00	018	65478071
08/25/22	Hwang, Angeline Joong-Hui PARTICIPATE ON CALL WITH G. FAIL RE: LIQUIDATING TRUST AGREEMENT (0.6); REVIEW AND REVISE LIQUIDATING TRUST AGREEMENT AND CIRCULATE TO G. FAIL FOR REVIEW (2.2); REVIEW AND RESPOND TO EMAILS FROM TAX/CORP RE: LIQUIDATING TRUST (.3).	3.10	3,503.00	018	65546120
08/26/22	Fail, Garrett CALL WITH WILMER HALE, AKIN, M3 RE TRANSFORM DOCUMENT RETENTION (.3); CALLS AND EMAILS AND CONTEMPORANEOUS ANALYSIS RE GLOBAL SETTLEMENT DETAILS AND EFFECTIVE DATE, INCLUDING RE LIQUIDATING TRUST, PROFESSIONALS' SETTLEMENTS, PBGC AND CYRUS, AND REMAINING OUTSTANDING CLAIMS, INCLUDING WITH AKIN, WEIL TEAMS, M3, AND OTHER PROFESSIONALS (2.5).	2.80	4,830.00	018	65472541
08/26/22	Schrock, Ray C.	2.50	4,875.00	018	65477772

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
	CALLS WITH PARTIES RELATED TO GLOBAL SETTLEMENT.				
08/26/22	Hwang, Angeline Joong-Hui DISCUSS WITH Z. SHAPIRO RE: RESIDENT TRUSTEE.	0.30	339.00	018	65546169
08/27/22	Schrock, Ray C. REVIEW MATERIALS RELATED TO GLOBAL SETTLEMENT HEARING.	1.20	2,340.00	018	65477861
08/28/22	Schrock, Ray C. DISCUSSIONS WITH G. FAIL AND UCC RE COORDINATION FOR GLOBAL SETTLEMENT HEARING.	1.50	2,925.00	018	65477926
08/28/22	Hwang, Angeline Joong-Hui PARTICIPATE ON WEIL/AKIN CALL RE: HEARING.	0.60	678.00	018	65546127
08/29/22	Fail, Garrett CALLS WITH R. SCHROCK RE HEARING PREP AND ANCILLARY ISSUES (.2); EMAILS AND CALLS WITH S. BRAUNER AND P. DIDINOTO RE ORDERS TO PRESENT TO THE COURT AT THE HEARING (.3); MULTIPLE REVISIONS TO LIQUIDATING TRUST AGREEMENT AND VARIOUS ORDERS TO BE PRESENTED TO THE COURT (.8); CORRESPONDENCE WITH PARTIES IN INTEREST RE SAME (.4); CALL WITH S. BRAUNER RE VARIOUS OPEN ISSUES AND NEGOTIATIONS OF ORDERS (.4); CALLS WITH PBGC COUNSEL, W. MURPHY RE UPDATES AND ISSUES (.5); CALL WITH CYRUS COUNSEL (.7); CALL WITH E. MORIBITO RE LIQUIDATING TRUST AGREEMENT AND CYRUS (.6); REVISIONS TO 9019 ORDER, LIQUIDATING TRUST AGREEMENT AND CONTEMPORANEOUS CALLS WITH W MUPRHY AND A. HWANG RE SAME (1.0).	4.90	8,452.50	018	65510361
08/29/22	Schrock, Ray C. ATTEND CYRUS SETTLEMENT DISCUSSIONS.	1.50	2,925.00	018	65558279
08/29/22	Hwang, Angeline Joong-Hui PARTICIPATE ON CALLS WITH G. FAIL RE: SETTLEMENT MOTION AND LTA.	1.40	1,582.00	018	65546158
08/30/22	Friedmann, Jared R. EMAILS WITH G.FAIL RE: COORDINATING FOR 8/31 HEARING.	0.10	139.50	018	65505056

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
08/30/22	Fail, Garrett	9.10	15,697.50	018	65510386
	PREPARE ORDERS AND FILINGS FOR COURT AHEAD OF HEARING (.7); PREPARE SCRIPT AND MATERIALS FOR HEARING. (3.0) CALLS AND EMAILS RE CYRUS / PBGC SETTLEMENT INCLUDING WITH R. SCHROCK, PBGC, AKIN, W. MURPHY, A. HWANG. (1.0); CALL WITH AKIN RE HEARING PREP (.3); ADDITIONAL REVISIONS TO ORDER, NEGOTIATIONS, AND HEARING PREPARATION. (2.0); CALL WITH PBGC RE SAME (.2) CALL WITH S. BRAUNER (.2); CALL WITH E. MORIBITO (.2); CALLS AND EMAILS WITH AKIN, CYRUS, PBGC AND CONTEMPORANEOUS CALLS WITH S. BRAUNER, R. SCHROCK RE CYRUS/PBGC SETTLEMENT. (1.0); CALL RE ORDER REVISIONS WITH PBGC CYRUS AKIN AND HERRICK (.5).				
08/30/22	Schrock, Ray C.	6.50	12,675.00	018	65558411
	REVIEW NUMEROUS MATERIALS FOR HEARING (3.0); NEGOTIATE SETTLEMENT WITH CYRUS. (2.5); COORDINATE WITH NUMEROUS STAKEHOLDERS FOR HEARING. (1.0).				
08/30/22	Hwang, Angeline Joong-Hui	1.80	2,034.00	018	65546100
	PARTICIPATE ON CALLS WITH G. FAIL RE: 9019 ORDER, LIQUIDATING TRUST AGREEMENT, AND FEE ORDERS (1.3); PARTICIPATE ON WEIL/AKIN/PBGC/MILBANK CALL RE: CYRUS-PBGC SETTLEMENT (.5).				
08/31/22	Fail, Garrett	7.00	12,075.00	018	65510615
	CALLS AND EMAILS RE REVISIONS TO 9019 ORDER, INCLUDING WITH CYRUS, AKIN, MORIBITO, R. SCHROCK, PBGC PRIOR TO HEARING. 3. REVISIONS TO THE ORDERS FOLLOWING HEARING, INCLUDING CALLS WITH AKIN, PBGC, M3, CYRUS. 3. CALLS AND EMAILS WITH PBGC AND CYRUS AND AKIN. 1.				
08/31/22	Schrock, Ray C.	6.00	11,700.00	018	65557715
	REVIEW MATERIALS FOR HEARING. (2.5); ATTEND HEARING. (3.5).				
08/31/22	Hwang, Angeline Joong-Hui	1.00	1,130.00	018	65546112
	DISCUSS WITH G. FAIL RE: 9019 ORDER AND FEE APPLICATION ORDERS.				
SUBTOTAL TASK 018 - General Case Strategy (includes Team Calls):		171.10	\$284,087.00		
08/08/22	Stauble, Christopher A.	0.40	198.00	019	65569753

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
	COORDINATE WITH CHAMBERS AND TEAM RE: CANCELLATION OF AUGUST 11, 2022 HEARING. ADJOURNING TO SEPTEMBER 22, 2022.				
08/09/22	Stauble, Christopher A. ASSIST WITH PREPARATION OF HEARING AGENDA FOR HEARING ON 8/31/2022 (.4); COORDINATE SAME WITH CHAMBERS AND TEAM (.6).	1.00	495.00	019	65571517
08/09/22	Peene, Travis J. ASSIST WITH PREPARATION OF AUGUST 31, 2022 HEARING AGENDA.	0.90	261.00	019	65378360
08/10/22	Stauble, Christopher A. ASSIST WITH PREPARATION OF HEARING AGENDA FOR HEARING ON 8/31/2022 (1.7); COORDINATE SAME WITH CHAMBERS AND TEAM (.9).	2.60	1,287.00	019	65571541
08/10/22	Peene, Travis J. ASSIST WITH PREPARATION OF AUGUST 31, 2022 HEARING AGENDA.	1.60	464.00	019	65378344
08/10/22	Peene, Travis J. ASSIST WITH PREPARATION OF MATERIALS RE: AUGUST 31, 2022 HEARING FOR TEAM.	1.60	464.00	019	65378599
08/11/22	Friedmann, Jared R. CALL WITH CLEARY TEAM RE: STAYING 2ND CIRCUIT APPEAL (0.2); CALL AND EMAILS WITH S.STERNLIEB RE: SAME (0.1); EMAILS WITH CLEARY TEAM RE: SAME (0.1).	0.40	558.00	019	65375437
08/11/22	Stauble, Christopher A. REVISE HEARING AGENDA FOR HEARING ON 8/31/2022 (1.3); COORDINATE SAME WITH CHAMBERS AND TEAM (.3).	1.60	792.00	019	65571655
08/11/22	Peene, Travis J. ASSIST WITH PREPARATION OF MATERIALS RE: AUGUST 31, 2022 HEARING FOR CHAMBERS REVIEW.	1.90	551.00	019	65378259
08/11/22	Mason, Kyle	0.90	247.50	019	65447630

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
	ASSIST WITH PREPARATION OF HEARING MATERIALS FOR AUGUST 31, 2022 HEARING.				
08/12/22	Stauble, Christopher A. REVISE HEARING AGENDA FOR HEARING ON 8/31/2022 (1.1); COORDINATE SAME WITH CHAMBERS AND TEAM (.4).	1.50	742.50	019	65571604
08/15/22	Stauble, Christopher A. COORDINATE FUTURE HEARING DATES WITH CHAMBERS AND TEAM (.7); ASSIST WITH PREPARATION OF HEARING AGENDA FOR 8/23/2022 (.5); ASSIST WITH PREPARATION OF HEARING MATERIALS RE: SAME (.3).	1.50	742.50	019	65566844
08/15/22	Peene, Travis J. ASSIST WITH PREPARATION OF MATERIALS RE: AUGUST 31, 2022 HEARING (.9); ASSIST WITH PREPARATION OF THE AUGUST 23, 2022 HEARING AGENDA (.5).	1.40	406.00	019	65435101
08/17/22	Stauble, Christopher A. COORDINATE ADJOURNMENT OF HEARING ON AUGUST 23, 2022 RE: LEBARON CLAIMS WITH CHAMBERS AND TEAM.	0.60	297.00	019	65568754
08/17/22	Peene, Travis J. ASSIST WITH PREPARATION, FILE AND SERVE THE NOTICE OF CANCELLATION AND ADJOURNMENT OF AUGUST 23, 2022 ZOOM HEARING TO A DATE TO BE DETERMINED [ECF NO. 10589].	0.50	145.00	019	65434962
08/23/22	Peene, Travis J. ASSIST WITH PREPARATION OF MATERIALS RE: AUGUST 31, 2022 HEARING (UNCONTESTED AND CONTESTED MATTERS) FOR CHAMBERS REVIEW.	1.20	348.00	019	65507144
08/23/22	Mason, Kyle ASSIST WITH PREPARATION OF MATERIALS FOR AUGUST 31 HEARING.	0.50	137.50	019	65478396
08/24/22	Peene, Travis J. ASSIST WITH PREPARATION OF AUGUST 31, 2022 HEARING AGENDA.	0.40	116.00	019	65507068

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
08/24/22	Peene, Travis J. ASSIST WITH PREPARATION OF MATERIALS RE: AUGUST 31, 2022 HEARING.	0.30	87.00	019	65507081
08/25/22	Stauble, Christopher A. COORDINATE HEARING ON 8/31/2022 WITH CHAMBERS.	0.40	198.00	019	65550337
08/25/22	Peene, Travis J. ASSIST WITH PREPARATION OF AUGUST 31, 2022 HEARING AGENDA.	0.70	203.00	019	65507036
08/25/22	Peene, Travis J. ASSIST WITH PREPARATION OF MATERIALS RE: AUGUST 31, 2022 HEARING FOR CHAMBERS.	1.40	406.00	019	65507145
08/26/22	Peene, Travis J. ASSIST WITH PREPARATION OF THE AUGUST 31, 2022 HEARING AGENDA.	1.30	377.00	019	65507088
08/26/22	Okada, Tyler ASSIST WITH PREPARATION OF MATERIALS FOR HEARING ON AUGUST 31, 2022.	0.60	165.00	019	65478859
08/26/22	Mason, Kyle ASSIST WITH PREPARATION OF MATERIALS RE: AUGUST 31ST HEARING.	0.30	82.50	019	65478283
08/29/22	Stauble, Christopher A. COORDINATE HEARING ON 8/31/2022 WITH CHAMBERS.	0.60	297.00	019	65550367
08/30/22	Hwang, Angeline Joong-Hui REVIEW DRAFT AGENDA AND PROVIDE COMMENTS TO T. PEENE.	0.20	226.00	019	65546108
08/30/22	Stauble, Christopher A. COORDINATE HEARING ON 8/31/2022 WITH CHAMBERS.	0.90	445.50	019	65550347
08/30/22	Peene, Travis J.	2.10	609.00	019	65553266

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
	ASSIST WITH PREPARATION, FILE AND SERVE THE NOTICE OF AGENDA OF MATTERS SCHEDULED FOR HEARING TO BE CONDUCTED THROUGH ZOOM ON AUGUST 31, 2022.				
08/31/22	Friedmann, Jared R. ATTEND 9019 HEARING ON GLOBAL SETTLEMENT AND ORACLE SETTLEMENT (PART) (1.0); CALL WITH J.CROZIER RE: SAME AND NEXT STEPS (0.1).	1.10	1,534.50	019	65513678
08/31/22	Fail, Garrett PARTICIPATE ON HEARING TO APPROVE GLOBAL SETTLEMENTS AND FEE APPLICATIONS.	3.50	6,037.50	019	65510666
08/31/22	Crozier, Jennifer Melien Brooks ATTEND/APPEAR FOR HEARING ON RULE 9019 MOTION TO APPROVE SETTLEMENT.	1.00	1,250.00	019	65512054
08/31/22	Hwang, Angeline Joong-Hui SUPPORT PRESENTATIONS AT SEARS HEARING.	2.00	2,260.00	019	65546126
08/31/22	Stauble, Christopher A. ASSIST WITH PREPARATION OF HEARING AGENDA FOR AUGUST 31, 2022 (.6); COORDINATE SAME WITH CHAMBERS AND TEAM (.9).	1.50	742.50	019	65568680
08/31/22	Peene, Travis J. ASSIST WITH PREPARATION, FILE AND SERVE THE NOTICE OF AMENDED AGENDA OF MATTERS SCHEDULED FOR HEARING TO BE CONDUCTED THROUGH ZOOM ON AUGUST 31, 2022.	1.80	522.00	019	65553316
SUBTOTAL TASK 019 - Hearings and Court Matters:		40.20	\$23,694.50		
08/01/22	Namerow, Derek PREPARE FOR UPCOMING SALES.	0.20	226.00	023	65295944
08/02/22	Namerow, Derek	1.30	1,469.00	023	65320239

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
	COMPILE DOCUMENTS FOR TAYLOR (.3); SEARCH NAME CHANGE MERGER INFORMATION FOR TITLE COMPANY (.9); UPDATE STATUS TRACKER (.1).				
08/03/22	Namerow, Derek	0.80	904.00	023	65320278
	SEARCH ENTITY DOCUMENTS FOR KMART PROPERTIES DISSOLUTION/MERGER INTO KMART CORPORATION (.5); REVISE DEED RE: SAME (.2); UPDATE STATUS TRACKER (.1).				
08/04/22	Namerow, Derek	0.50	565.00	023	65340480
	PREPARE FOR UPCOMING SALES.				
08/04/22	Frayle, Barbara	1.20	534.00	023	65323891
	SEARCH MICHIGAN SECRETARY OF STATE RECORDS DATA SITE FOR CERTAIN MERGER DOCUMENT (0.8); DOWNLOAD MERGER DOCUMENT AND FORWARD TO D. NAMEROW (0.2); SEND EMAIL COMMUNICATION TO CSC ORDERING CERTIFICATE OF GOOD STANDING FROM MICHIGAN (0.2).				
08/05/22	Namerow, Derek	1.30	1,469.00	023	65340446
	SEARCH LEGAL DESCRIPTION/TAX INFORMATION FOR TX QUITCLAIM PARCELS (.8); PREPARE FOR TAYLOR CLOSING (.4); UPDATE STATUS TRACKER (.1).				
08/08/22	Leslie, Harold David	1.30	1,625.00	023	65390971
	ANALYZE FILINGS TO PREPARE ORAL ARGUMENT MATERIALS FOR SANTA ROSA MATTER (1.3).				
08/08/22	Namerow, Derek	1.00	1,130.00	023	65346884
	SEARCH FORM OF QUITCLAIM DEED FOR TEXAS (.3); REVIEW REQUIREMENTS FOR SAME (.2); PHONE CALL RE: LEGAL DESCRIPTION FOR SAME (.1); SEARCH TAX HISTORY FOR PARCEL NUMBERS/DESCRIPTIONS (.4).				
08/09/22	Leslie, Harold David	0.90	1,125.00	023	65391452
	ANALYZE FILINGS TO PREPARE ORAL ARGUMENT MATERIALS FOR SANTA ROSA MATTER.				
08/09/22	Namerow, Derek	0.70	791.00	023	65356131
	REVIEW ASSIGNMENT OF LEASE (.5); EMAILS RE: AMARILLO TEXAS QUITCLAIM PARCELS (.2).				

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
08/11/22	Namerow, Derek REVIEW BACKGROUND MATERIALS ON WASHINGTON COURTHOUSE (.5); DRAFT PSA FOR SAME (1.9); SEARCH ASSIGNMENT DOCUMENTS (.3).	2.70	3,051.00	023	65383216
08/17/22	Namerow, Derek PREPARE FOR UPCOMING SALES (.3); REVIEW ASSIGNMENT DOCUMENT (.4).	0.70	791.00	023	65552235
08/17/22	Hwang, Angeline Joong-Hui REVIEW AND RESPOND TO EMAIL RE: ASSIGNMENT OF SPRINGDALE, AZ LEASE.	0.10	113.00	023	65546186
08/18/22	Namerow, Derek EMAILS RE: UPCOMING SALES.	0.20	226.00	023	65552517
08/19/22	Namerow, Derek EMAIL RE: UPCOMING SALE.	0.10	113.00	023	65552384
08/22/22	Namerow, Derek EMAILS/PREPARATION FOR UPCOMING SALES.	0.40	452.00	023	65552558
08/23/22	Namerow, Derek EMAIL RE: BRIGHTON, CO LAND PARCEL.	0.10	113.00	023	65552481
08/24/22	Namerow, Derek EMAILS RE: DE MINIMIS SALES.	0.10	113.00	023	65552525
08/25/22	Namerow, Derek PREPARE FOR UPCOMING SALES.	0.20	226.00	023	65552459
08/29/22	Leslie, Harold David ANALYZE BRIEFING RE: SANTA ROSA APPEAL (1.5).	1.50	1,875.00	023	65480337

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
08/29/22	Namerow, Derek REVIEW TITLE FOR WASHINGTON COURTHOUSE, OH (.7); REVIEW REA FOR BRIGHTON, CO (.8).	1.50	1,695.00	023	65552373
08/30/22	Leslie, Harold David ANALYZE APPELLATE BRIEF AND PREPARE ARGUMENT MATERIALS RE: SANTA ROSA (1.3).	1.30	1,625.00	023	65491664
08/30/22	Namerow, Derek EMAILS RE: WASHGINTON COURTHOUSE, OH AND BRIGHTON, CO (.4); REVIEW REA (.5).	0.90	1,017.00	023	65552756
08/31/22	Namerow, Derek PREPARE FOR UPCOMING SALES.	0.30	339.00	023	65552806
SUBTOTAL TASK 023 - Real Property Leases/Section 365 Issues /Cure Amounts:		19.30	\$21,587.00		
08/01/22	Siddiqui, Furqaan M. FINALIZE AND FILE 15TH OCP LIST.	0.50	565.00	026	65330683
08/01/22	Okada, Tyler ASSIST WITH PREPARATION, FILE AND SERVE STATEMENT OF THE DEBTORS CERTIFYING COMPLIANCE WITH ORDER AUTHORIZING DEBTORS TO EMPLOY PROFESSIONALS USED IN THE ORDINARY COURSE OF BUSINESS APRIL 1, 2022 TO JUNE 30, 2022 [ECF NO. 10552].	0.40	110.00	026	65343101
SUBTOTAL TASK 026 - Retention/Fee Application: Ordinary Course Professionals:		0.90	\$675.00		
08/04/22	Fail, Garrett CALL WITH M. KORYCKI RE PROFESSIONAL FEE ISSUES.	0.20	345.00	027	65335382
08/09/22	Peene, Travis J.	0.90	261.00	027	65378413

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
	ASSIST WITH PREPARATION OF NOTICE OF HEARING ON INTERIM AND FINAL APPLICATIONS FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES ON AUGUST 31, 2022 (.5); ASSIST WITH PREPARATION, FILE AND SERVE THE FINAL FEE APPLICATION OF DELOITTE TAX LLP FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED AS TAX SERVICES PROVIDER FROM OCTOBER 15, 2018 THROUGH JUNE 30, 2022 [ECF NO. 10575] (.4).				
08/10/22	Fail, Garrett	0.20	345.00	027	65374947
	CALL WITH YOUNG CONWAY RE FINAL FEE APPLICATIONS.				
08/10/22	Peene, Travis J.	1.10	319.00	027	65378482
	ASSIST WITH PREPARATION, FILE AND SERVE THE NOTICE OF HEARING ON INTERIM AND FINAL APPLICATIONS FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES ON AUGUST 31, 2022.				
08/16/22	Stauble, Christopher A.	0.20	99.00	027	65566894
	ASSIST WITH PREPARATION OF ELEVENTH ORDER GRANTING APPLICATIONS OF PROFESSIONALS FOR INTERIM AND FINAL ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES.				
08/16/22	Peene, Travis J.	2.40	696.00	027	65434825
	ASSIST WITH PREPARATION OF ELEVENTH ORDER GRANTING APPLICATIONS OF PROFESSIONALS FOR INTERIM AND FINAL ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES.				
08/18/22	DiDonato, Philip	0.60	645.00	027	65432543
	REVIEW AND COMMENT ON FINAL FEE APPLICATION ORDER FOR DEBTOR PROFESSIONALS.				
08/18/22	Okada, Tyler	0.40	110.00	027	65444445
	ASSIST WITH PREPARATION, FILE AND SERVE FORTY-SIXTH MONTHLY FEE STATEMENT OF M-III ADVISORY PARTNERS, LP FOR COMPENSATION EARNED AND EXPENSES INCURRED FOR PERIOD OF JULY 1, 2022 THROUGH JULY 31, 2022 [ECF NO. 10590].				
08/22/22	DiDonato, Philip	0.60	645.00	027	65442378
	ATTENTION TO CORRESPONDENCE WITH DEBTOR PROFESSIONALS RE FINAL FEE APPS.				

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
08/23/22	DiDonato, Philip ATTENTION TO CORRESPONDENCE WITH M3 RE FINAL FEE APPLICATION AND DRAFT ORDER APPROVING THE SAME.	0.60	645.00	027	65450876
08/25/22	DiDonato, Philip REVIEW AND REVISE PROPOSED ORDER RE FINAL FEE APPS.	0.70	752.50	027	65471606
08/26/22	Fail, Garrett PREPARE FINAL FEE ORDERS.	2.00	3,450.00	027	65472675
08/26/22	DiDonato, Philip REVISE TO FINAL FEE ORDER.	0.80	860.00	027	65471849
08/26/22	Peene, Travis J. ASSIST WITH PREPARATION OF THE ELEVENTH APPLICATION TO GRANT PROFESSIONAL COMPENSATION.	2.10	609.00	027	65507080
08/28/22	DiDonato, Philip ATTENTION TO CORRESPONDENCE WITH M3 RE FINAL FEE APPLICATION AND PROPOSED ORDER.	0.40	430.00	027	65471525
08/29/22	Hwang, Angeline Joong-Hui REVIEW AND RESPOND TO EMAILS FROM P. DIDONATO AND K. MASON RE: FEE APPS (.3); REVIEW FINAL FEE APPLICATION NOTICES (.3); DRAFT NOTICE OF PROPOSED FEE ORDERS (.2).	0.80	904.00	027	65546160
08/29/22	Mason, Kyle ASSIST WITH PREPARATION OF PROPOSED FINAL FEE ORDER FOR A. HWANG.	0.60	165.00	027	65497842
08/29/22	Mason, Kyle ASSIST WITH PREPARATION OF 11TH AND FINAL FEE ORDER FOR P. DIDONATO.	0.10	27.50	027	65497852
08/30/22	Hwang, Angeline Joong-Hui	0.10	113.00	027	65546045

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
COORDINATE WITH T. PEENE RE: FILING OF PROPOSED FEE APPLICATION ORDERS.					
08/30/22	Peene, Travis J. ASSIST WITH PREPARATION, FILE AND SERVE THE NOTICE OF FILING OF PROPOSED ORDERS [ECF NO. 10612].	0.70	203.00	027	65553335
08/31/22	Peene, Travis J. ASSIST WITH PREPARATION OF THE TENTH AND ELEVENTH ORDERS APPROVING PROFESSIONAL COMPENSATION.	1.60	464.00	027	65553331
SUBTOTAL TASK 027 - Retention/Fee Application: Other Professionals:		17.10	\$12,088.00		
08/01/22	Okada, Tyler REVISE ELEVENTH INTERIM AND FINAL FEE APPLICATION OF WGM.	0.40	110.00	028	65342978
08/03/22	Fail, Garrett PREPARE FINAL FEE APPLICATION.	0.40	690.00	028	65335212
08/03/22	DiDonato, Philip REVIEW AND REVISE FINAL FEE APPLICATION.	0.90	967.50	028	65312818
08/04/22	Fail, Garrett PREPARE WEIL 11TH INTERIM AND FINAL FEE APPLICATION.	5.50	9,487.50	028	65335168
08/04/22	DiDonato, Philip DRAFT FINAL FEE APPLICATION AND CORRESPONDENCE WITH WEIL TEAM RE SAME.	1.10	1,182.50	028	65334824
08/04/22	Peene, Travis J. ASSIST WITH PREPARATION OF WEIL'S ELEVENTH INTERIM AND FINAL FEE APPLICATION.	0.80	232.00	028	65339237
08/04/22	Okada, Tyler	0.20	55.00	028	65343139

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
	ASSIST WITH PREPARATION OF ELEVENTH AND FINAL FEE APPLICATION OF WGM.				
08/05/22	Fail, Garrett CONFER WITH P. DIDINOTO RE FINAL FEE APPLICATION.	0.30	517.50	028	65335337
08/05/22	DiDonato, Philip CALL WITH G. FAIL TO DISCUSS FINAL FEE APPLICATION (0.2); REVISE THE SAME (0.5).	0.70	752.50	028	65334762
08/05/22	Mason, Kyle ASSIST WITH PREPARATION OF FINAL FEE APPLICATION OF WGM.	0.70	192.50	028	65396251
08/07/22	DiDonato, Philip REVISE FINAL FEE APPLICATION.	0.70	752.50	028	65334670
08/08/22	Fail, Garrett PREPARE WEIL FINAL FEE APPLICATION.	0.50	862.50	028	65374932
08/08/22	DiDonato, Philip REVISE FINAL FEE APPLICATION.	1.40	1,505.00	028	65377952
08/08/22	Peene, Travis J. ASSIST WITH PREPARATION OF WEIL'S ELEVENTH INTERIM AND FINAL APPLICATION.	0.80	232.00	028	65378238
08/08/22	Okada, Tyler ASSIST WITH PREPARATION OF ELEVENTH INTERIM AND FINAL FEE APPLICATION OF WGM.	0.50	137.50	028	65398629
08/09/22	Fail, Garrett PREPARE WEIL 11TH INTERIM AND FINAL FEE APPLICATION.	1.00	1,725.00	028	65374953
08/09/22	Peene, Travis J.	0.40	116.00	028	65378361

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
	ASSIST WITH PREPARATION, FILE AND SERVE THE ELEVENTH INTERIM AND FINAL APPLICATION OF WEIL, GOTSHAL & MANGES LLP, AS ATTORNEYS FOR DEBTORS, FOR ALLOWANCE OF COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES INCURRED FOR (I) THE ELEVENTH INTERIM COMPENSATION PERIOD OF MARCH 1, 2022 THROUGH AND INCLUDING JUNE 30, 2022 AND (II) THE FINAL COMPENSATION PERIOD OF OCTOBER 15, 2018 THROUGH AND INCLUDING JUNE 30, 2022 [ECF NO. 10574].				
08/09/22	Okada, Tyler	0.50	137.50	028	65398652
	ASSIST WITH PREPARATION OF ELEVENTH INTERIM AND FINAL FEE APPLICATION OF WGM.				
08/18/22	Peene, Travis J.	2.00	580.00	028	65435086
	ASSIST WITH PREPARATION OF MATERIALS RE: WGM FEE STATEMENTS/APPLICATIONS TRACKER FOR G. FAIL.				
SUBTOTAL TASK 028 - Retention/Billing/Fee Applications: WGM:		18.80	\$20,235.00		
08/01/22	Behl-Remijan, Eric D.	0.20	262.00	031	65286502
	ANALYZE NOL ISSUES.				
08/02/22	Hoenig, Mark	1.00	1,750.00	031	65308046
	CONDUCT DOCUMENT REVIEW.				
08/02/22	Goldring, Stuart J.	0.50	975.00	031	65315454
	CONSIDER P. DIDONATO EMAIL RE: IMPLEMENTATION OF LIQUIDATING TRUST (.2); EMAIL EXCHANGE WITH G. FAIL AND E. BEHL-REMIJAN RE: SAME (.3).				
08/02/22	Behl-Remijan, Eric D.	1.20	1,572.00	031	65296580
	ANALYZE NOL ISSUES (.1); ANALYZE LIQUIDATING TRUST ISSUES (1.1).				
08/03/22	Goldring, Stuart J.	0.70	1,365.00	031	65316233
	CONSIDER E. BEHL-REMIJAN COMMENTS TO LIQUIDATING TRUST AGREEMENT (.2), AND DISCUSS SAME WITH E. BEHL-REMIJAN (.3); DISCUSS STOCK TRADING ORDER WITH E. BEHL-REMIJAN (.2).				

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
08/03/22	Behl-Remijan, Eric D. ANALYZE NOL ISSUES (.3); ANALYZE LIQUIDATING TRUST ISSUES (.7).	1.00	1,310.00	031	65313432
08/04/22	Goldring, Stuart J. FURTHER CONSIDER POTENTIAL LANGUAGE CHANGES TO LIQUIDATING TRUST AGREEMENT.	0.60	1,170.00	031	65325706
08/04/22	Behl-Remijan, Eric D. ANALYZE LIQUIDATING TRUST ISSUES.	0.30	393.00	031	65322684
08/05/22	Hoening, Mark CONDUCT DOCUMENT REVIEW.	1.00	1,750.00	031	65337669
08/05/22	Goldring, Stuart J. REVIEW DRAFT SETTLEMENT AGREEMENT AND DISCUSS SAME WITH E. BEHL-REMIJAN (.7); FURTHER CONSIDER SAME (.6); REVIEW DRAFT REVISIONS TO LIQUIDATING TRUST AGREEMENT AND PROVIDE COMMENTS TO E. BEHL-REMIJAN (.6).	1.90	3,705.00	031	65339775
08/05/22	Behl-Remijan, Eric D. ANALYZE LIQUIDATING TRUST ISSUES (.2); ANALYZE LIQUIDATING TRUST AND OTHER PLAN EFFECTIVENESS TAX ISSUES (4.5).	4.70	6,157.00	031	65327175
08/06/22	Behl-Remijan, Eric D. ANALYZE NOL ISSUES (.4); ANALYZE PLAN EFFECTIVENESS TAX ISSUES (1.2).	1.60	2,096.00	031	65330113
08/07/22	Goldring, Stuart J. CONSIDER E. BEHL-REMIJAN EMAIL RE: STOCK TRADING ORDER, INCLUDING REPLY TO SAME (.4).	0.40	780.00	031	65339685
08/07/22	Behl-Remijan, Eric D. ANALYZE NOL ISSUES.	1.10	1,441.00	031	65330712
08/08/22	Goldring, Stuart J.	6.20	12,090.00	031	65345942

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
	CALLS WITH E. BEHL-REMIJAN RE: STOCK TRADING ORDER (.5); DISCUSS DRAFT SETTLEMENT WITH E. BEHL-REMIJAN (1.1); VARIOUS DISCUSSIONS WITH G. FAIL, E. BEHL-REMIJAN, CLIENT AND, IN PART, DELOITTE TAX RE: SAME (2.8); FURTHER CONSIDER SAME (.4); CALL WITH J. WILLIAMS (AKIN TAX) RE: SAME (.4), AND FOLLOW-UP CALLS WITH G. FAIL (.2); FOLLOW-UP EMAIL EXCHANGE WITH W. MURPHY RE: SAME (.4); FURTHER CALL WITH E. BEHL-REMIJAN RE: SAME (.4).				
08/08/22	Behl-Remijan, Eric D. ANALYZE NOL ISSUES (1.0); ANALYZE PLAN EFFECTIVE TAX ISSUES (5.7).	6.70	8,777.00	031	65341192
08/09/22	Goldring, Stuart J. PREPARE FOR CALL WITH COMPANY TAX PEOPLE (.6); CALL WITH M3, COMPANY TAX, AKIN TAX AND OTHERS RE: PROPOSED SETTLEMENT (.6); FOLLOW-UP CALLS WITH G. FAIL, M3 AND E. BEHL-REMIJAN (.4); CONSIDER FURTHER EMAIL FROM M3 REGARDING SAME (.2); DISCUSSIONS WITH E. BEHL-REMIJAN RE: DRAFT STOCK TRADING LETTER (.4); REVIEW AND REVISE MARK-UPS OF SAME AND PROVIDE COMMENTS (1.1).	3.30	6,435.00	031	65356280
08/09/22	Behl-Remijan, Eric D. ANALYZE NOL ISSUES (2.0); ANALYZE PLAN EFFECTIVE TAX ISSUES (1.2).	3.20	4,192.00	031	65349465
08/10/22	Goldring, Stuart J. CALL WITH G. FAIL RE: PENDING SETTLEMENT AGREEMENT (.1) AND STOCK TRADING ORDER (.3); CALLS WITH E. BEHL-REMIJAN RE: STOCK TRADING ORDER, AND REVIEW RELATED DRAFT LETTER (.5); EMAIL EXCHANGE WITH M3 RE: SAME (.2).	1.10	2,145.00	031	65370659
08/10/22	Behl-Remijan, Eric D. ANALYZE NOL ISSUES.	0.60	786.00	031	65361753
08/11/22	Hoenig, Mark STOCK TRANSFERS (1.0).	1.00	1,750.00	031	65366689
08/11/22	Behl-Remijan, Eric D. ANALYZE NOL ISSUES.	0.20	262.00	031	65368825

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
08/12/22	Behl-Remijan, Eric D. ANALYZE NOL ISSUES.	0.40	524.00	031	65374160
08/15/22	Behl-Remijan, Eric D. ANALYZE NOL ISSUES.	0.30	393.00	031	65386046
08/25/22	Goldring, Stuart J. EMAIL EXCHANGE WITH WORKING GROUP RE: DRAFT OF LIQUIDATING TRUST.	0.30	585.00	031	65467438
08/25/22	Behl-Remijan, Eric D. ANALYZE LIQUIDATING TRUST ISSUES.	0.30	393.00	031	65465048
08/26/22	Goldring, Stuart J. CONSIDER EMAIL EXCHANGE WITH H. GUTHRIE RE: LIQUIDATING TRUST.	0.20	390.00	031	65478070
08/29/22	Goldring, Stuart J. CALL WITH G. FAIL RE: TAX REPORTING OF LIQUIDATING TRUST.	0.20	390.00	031	65504680
08/30/22	Hoening, Mark ATTENTION TO DISSOLUTION PLANNING.	0.60	1,050.00	031	65497717
08/30/22	Goldring, Stuart J. CONSIDER DOCUMENTS NECESSARY TO IMPLEMENT PLAN (.4), AND EMAIL EXCHANGE WITH E. BEHL-REMIJAN RE: SAME (.1).	0.50	975.00	031	65507324
08/30/22	Behl-Remijan, Eric D. ANALYZE EFFECTIVE DATE ISSUES.	0.20	262.00	031	65491839
08/31/22	Goldring, Stuart J. EMAIL EXCHANGE WITH A. HWANG AND N. MUNZ RE: EFFECTIVE DATE PREPARATION.	0.20	390.00	031	65516119

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED SERVICES - 73217.0004 - Chapter 11 Restructuring

Date	Timekeeper/Narrative	Hours	Amount	Task	Index
08/31/22	Behl-Remijan, Eric D. ANALYZE EFFECTIVE DATE ISSUES.	0.60	786.00	031	65513197
SUBTOTAL TASK 031 - Tax Issues:		42.30	\$67,301.00		
Total Fees Due		359.70	\$484,684.00		

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED DISBURSEMENTS

<u>DATE</u>	<u>NAME</u> <u>DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
08/10/22	DiDonato, Philip COMPUTERIZED RESEARCH PAYEE: RESTRUCTURING CONCEPTS LLC (52222-01); INVOICE#: 123425; DATE: 8/5/2022 - COMPUTERIZED LEGAL RESEARCH DATABASE USAGE - CHAPTER 11 DOCKETS (RESTRUCTURING CONCEPTS LLC) USAGE REPORT JULY, 2022.	H060	41098792	72.00
08/11/22	Leslie, Harold David COMPUTERIZED RESEARCH PAYEE: RELX INC, DBA LEXISNEXIS (20379-06); INVOICE#: 3093972749; DATE: 7/31/2022 - COMPUTERIZED LEGAL RESEARCH DATABASE USAGE - LEXISNEXIS COURTLINK JULY, 2022.	H060	41114988	9.61
08/11/22	Barahona, Philip COMPUTERIZED RESEARCH PAYEE: RELX INC, DBA LEXISNEXIS (20379-06); INVOICE#: 3093972749; DATE: 7/31/2022 - COMPUTERIZED LEGAL RESEARCH DATABASE USAGE - LEXISNEXIS COURTLINK JULY, 2022.	H060	41115011	19.22
SUBTOTAL DISB TYPE H060:				\$100.83
08/24/22	Mason, Kyle AIR COURIER/EXPRESS MAIL PAYEE: FEDERAL EXPRESS (10793-03); INVOICE#: 785689569; DATE: 8/19/2022 - FEDEX INVOICE: 785689569 INVOICE DATE:220819TRACKING #: 276683183561 SHIPMENT DATE: 20220811 SENDER: KYLE MASON WEIL GOTSHAL & MANGES, 767 FIFTH AVENUE, NEW YORK CITY, NY 10153 SHIP TO: JUDGE ROBERT D DRAIN S CHAMBE, UNITED STATES BANKRUPTCY COURT, 300 QUARROPAS ST, WHITE PLAINS, NY 10601	H071	41111225	40.98

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED DISBURSEMENTS

<u>DATE</u>	<u>NAME</u> <u>DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
08/31/22	Peene, Travis J. AIR COURIER/EXPRESS MAIL PAYEE: FEDERAL EXPRESS (10793-03); INVOICE#: 786384494; DATE: 8/26/2022 - FEDEX INVOICE: 786384494 INVOICE DATE:220826TRACKING #: 277121078770 SHIPMENT DATE: 20220823 SENDER: TRAVIS PEENE WEIL GOTSHAL & MANGES, 767 FIFTH AVENUE, NEW YORK CITY, NY 10153 SHIP TO: ROBERT DRAIN, INFORMATION NOT SUPPLIED, 300 QUARROPAS ST, WHITE PLAINS, NY 10601	H071	41117910	25.25
SUBTOTAL DISB TYPE H071:				\$66.23
08/15/22	WGM, Firm DUPLICATING 5632 PHOTOCOPY(S) MADE IN NEW YORK CITY BETWEEN 08/11/2022 TO 08/11/2022	S017	41112500	563.20
08/29/22	WGM, Firm DUPLICATING 2395 PHOTOCOPY(S) MADE IN NEW YORK CITY BETWEEN 08/25/2022 TO 08/25/2022	S017	41118782	239.50
SUBTOTAL DISB TYPE S017:				\$802.70
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/28/2022 TRANSACTIONS: 1	S061	41109701	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/17/2022 TRANSACTIONS: 1	S061	41109686	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/13/2022 TRANSACTIONS: 1	S061	41109730	2.04

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED DISBURSEMENTS

<u>DATE</u>	<u>NAME</u> <u>DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/16/2022 TRANSACTIONS: 1	S061	41109732	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/15/2022 TRANSACTIONS: 1	S061	41109715	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/27/2022 TRANSACTIONS: 1	S061	41109713	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/04/2022 TRANSACTIONS: 1	S061	41109728	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/26/2022 TRANSACTIONS: 1	S061	41109705	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/31/2022 TRANSACTIONS: 1	S061	41109676	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/07/2022 TRANSACTIONS: 1	S061	41109710	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/25/2022 TRANSACTIONS: 1	S061	41109720	2.04

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED DISBURSEMENTS

<u>DATE</u>	<u>NAME</u> <u>DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/30/2022 TRANSACTIONS: 1	S061	41109692	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/18/2022 TRANSACTIONS: 1	S061	41109742	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/01/2022 TRANSACTIONS: 1	S061	41109718	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/24/2022 TRANSACTIONS: 1	S061	41109698	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/10/2022 TRANSACTIONS: 1	S061	41109724	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/29/2022 TRANSACTIONS: 1	S061	41109702	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/05/2022 TRANSACTIONS: 1	S061	41109665	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/11/2022 TRANSACTIONS: 1	S061	41109681	2.04

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED DISBURSEMENTS

<u>DATE</u>	<u>NAME</u> <u>DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/12/2022 TRANSACTIONS: 1	S061	41109694	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/03/2022 TRANSACTIONS: 1	S061	41109723	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/22/2022 TRANSACTIONS: 1	S061	41109734	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/06/2022 TRANSACTIONS: 1	S061	41109737	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/02/2022 TRANSACTIONS: 1	S061	41109700	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/19/2022 TRANSACTIONS: 1	S061	41109717	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/14/2022 TRANSACTIONS: 1	S061	41109667	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/09/2022 TRANSACTIONS: 1	S061	41109675	2.04

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED DISBURSEMENTS

<u>DATE</u>	<u>NAME</u> <u>DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/08/2022 TRANSACTIONS: 1	S061	41109714	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/21/2022 TRANSACTIONS: 1	S061	41109712	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/23/2022 TRANSACTIONS: 1	S061	41109688	2.04
08/23/22	Simmons, Kevin Michael COMPUTERIZED RESEARCH DALLAS WESTLAW - SIMMONS,KEVIN 07/20/2022 TRANSACTIONS: 3	S061	41109727	2.04
08/25/22	Aquila, Elaina COMPUTERIZED RESEARCH PACER USAGE REPORT - NEW YORK OFFICE - JULY 2022	S061	41116698	0.90
08/25/22	Stauble, Christopher A. COMPUTERIZED RESEARCH PACER USAGE REPORT - NEW YORK OFFICE - JULY 2022	S061	41116757	0.40
08/25/22	Peene, Travis J. COMPUTERIZED RESEARCH PACER USAGE REPORT - NEW YORK OFFICE - JULY 2022	S061	41116654	4.40
08/25/22	Okada, Tyler COMPUTERIZED RESEARCH PACER USAGE REPORT - NEW YORK OFFICE - JULY 2022	S061	41116846	0.40

Sears Holdings Corporation - Chapter 11 Restructuring
73217.0004
2022010968

ITEMIZED DISBURSEMENTS

<u>DATE</u>	<u>NAME</u> <u>DESCRIPTION</u>	<u>DISB TYPE</u>	<u>DISB ID#</u>	<u>AMOUNT</u>
08/25/22	Stauble, Christopher A. COMPUTERIZED RESEARCH PACER USAGE REPORT - NEW YORK OFFICE - JULY 2022	S061	41116805	1.80
08/25/22	Mason, Kyle COMPUTERIZED RESEARCH PACER USAGE REPORT - NEW YORK OFFICE - JULY 2022	S061	41116965	17.80
08/25/22	Okada, Tyler COMPUTERIZED RESEARCH PACER USAGE REPORT - NEW YORK OFFICE - JULY 2022	S061	41116596	4.60
SUBTOTAL DISB TYPE S061:				<u><u>\$93.54</u></u>
08/03/22	WGM, Firm DUPLICATING 58 PRINT(S) MADE IN NEW YORK BETWEEN 08/01/2022 TO 08/01/2022	S117	41105717	5.80
08/10/22	WGM, Firm DUPLICATING 57 PRINT(S) MADE IN NEW YORK BETWEEN 08/08/2022 TO 08/08/2022	S117	41112354	5.70
SUBTOTAL DISB TYPE S117:				<u><u>\$11.50</u></u>
TOTAL DISBURSEMENTS				<u><u>\$1,074.80</u></u>